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In July 1964, I was engineering a session for Jack Nitzsche at RCA in Hollywood; the song was "Yes Sir, That's My Baby". In walked the Rolling Stones and Andrew Oldham, who had stopped by to say hello to Jack, a friend they had met thru Phil Spector. In December of 1964, we did our first session together. Andrew had phoned me from England, and wanted to do a session en route to Australia. I was thrilled; since then, we have worked together thru "The Last Time"; "Satisfaction"; "Cloud"; "Breakdown" and a number of albums, in a way that has been rewarding both artistically and professionally, for working with the Stones is extremely exhilarating. They never go the easy route; -from the moment Mick and Keith run a song down to the rest of the group, -to Brian deciding on an acoustic or electric guitar, or something more bizarre, -to Bill sorting out a bass pattern, -to Charlie laying down the tempo; -to their friend Jack Nitzsche (always on the dates) or Road Manager Stu picking out chords on piano, organ, harpsichord or anything else that happens to be lying around. To some many hours later, at a final take, -it's all great. In this business of dubious standards, it's been great working with the Stones, who, contrary to the countless jibes of mediocre comedians all over the world, are real professionals, and a gas to work with.

- Dave Hassinger, Engineer

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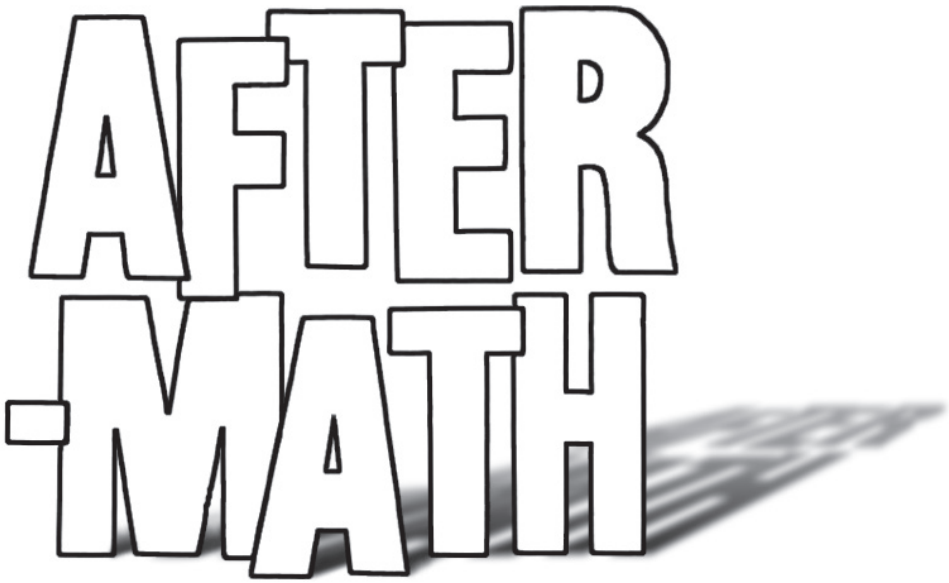

Vocals: Mick Jagger, Keith Richards
Guitars: Keith Richards, Brian Jones
Bass: Bill Wyman
Drums: Charlie Watts
Percussion: Charlie Watts, Jack Nitzsche, Mick Jagger
Marimbas, Bells: Brian Jones, Charlie Watts, Bill Wyman
Dulcimer, Sitar: Brian Jones
Piano, Organ, Harpsichord: Jack Nitzsche, Ian Stewart, Brian Jones, Bill Wyman
Lighting: Mick Jagger

Photography: Guy Webster Jerrold Schatzberg
Original Cover Design: Sandy Beach

Songs by Mick Jagger and Keith Richards
Arranged by The Rolling Stones
Published by ABKCO Music, Inc.
Engineer: Dave Hassinger
Recorded at RCA Studios, Hollywood
Producer: Andrew Loog Oldham

Restoration Producer: Jody H. Klein
Sound Restoration & Archive Coordinator: Steve Rosenthal/The Magic Shop
Analog to Digital Transfers & Tape Archive Research: Teri Landi
Mastering: Bob Ludwig/Gateway Mastering
DSD Engineer: Gus Skinas
Additional Tape Archive Research: Jane Byrne & Mick McKenna
Additional Analog to Digital Transfer: Jon Astley & Pascal Byrne
Production Assistants: Maria Papazahariou & Laura Walton

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1. MOTHER'S LITTLE HELPER
2. STUPID GIRL
3. LADY JANE
4. UNDER MY THUMB
5. DONCHA BOTHER ME
6. GOING HOME
7. FLIGHT 505
8. HIGH AND DRY
9. OUT OF TIME
10. IT'S NOT EASY
11. I AM WAITING
12. TAKE IT OR LEAVE IT
13. THINK
14. WHAT TO DO

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